

WEINER, BRODSKY, SIDMAN & KIDER

ATTORNEYS AT LAW

PROFESSIONAL CORPORATION

RECORDATION NO. **12658-A** FILED 1425
1350 NEW YORK AVENUE, N.W., SUITE 800
WASHINGTON, D.C. 20005-4797

OCT 14 1994 - 10 35 AM

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INTERSTATE COMMERCE COMMISSION

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RECORDATION NO. **12660-A** FILED 1425

OCT 14 1994 - 10 35 AM

INTERSTATE COMMERCE COMMISSION

October 13, 1994

BY HAND DELIVERY

Hon. Vernon A. Williams
Acting Secretary
Interstate Commerce Commission
Room 2215
12th and Constitution Avenue, N.W.
Washington, D.C. 20423

Dear Acting Secretary Williams:

Enclosed are an original and six copies of each of the documents described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

These documents are releases of the Security Agreements between Key Bank, N.A., and the named individuals, dated December 24, 1980, and recorded with the Interstate Commerce Commission as primary documents under recordation numbers shown below:

Recordation Number 12658

George S. Kariotis
8 Poets Path
Wayland, Massachusetts 01778

Recordation Number 12660

William H. Spencer, III
3035 Cherokee Road
Mountain Brook Alabama 35223

Recordation Number 12661

Alford P. Rudnick, Esq.
Brown, Rudnick, Freed & Gesmer
One Financial Center
Boston, Massachusetts 02111

RICHARD J. ANDREANO, JR.
JAMES A. BRODSKY
JO A. DeROCHE
LAURENCE H. GOLD
DON J. HALPERN
THOMAS P. JONES
MITCHEL H. KIDER
SHERRI L. LEDNER
RICHARD J. MELNICK
BRUCE E. PRIDDY*
MARK H. SIDMAN
HARVEY E. WEINER

* NOT ADMITTED IN D.C.

RECORDATION NO. **12661-A** FILED 1425

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INTERSTATE COMMERCE COMMISSION

RECORDATION NO. **12664-A** FILED 1425

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INTERSTATE COMMERCE COMMISSION

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D.C.

WEINER, BRODSKY, SIDMAN & KIDER, P.C.

Recordation Number 12664

Benito Gaguine, Esq.
1211 Connecticut Avenue, N.W.
Washington, D.C. 20036

Checks in the total amount of \$84.00 are enclosed to cover the filing fees for these four releases. Please return the original and any extra copies not needed by the Commission for recordation to:

Jo A. DeRoche
Weiner, Brodsky, Sidman & Kider, P.C.
1350 New York Avenue, N.W.
Suite 800
Washington, D.C. 20005

A short summary of the document to appear in the index follows:

Release of Security Agreement dated December 24, 1980, held by Key Bank.

Also attached is an affidavit executed by me and appropriately notarized declaring that any copies transmitted herewith have been compared to the original and have been found to be complete and identical in all respects to the original document.

Very truly yours,



Jo A. DeRoche

Enclosures

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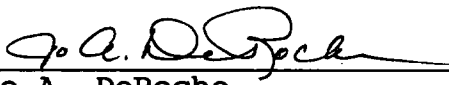
AFFIDAVIT

UNITED STATES OF AMERICA)
) SS
DISTRICT OF COLUMBIA)

The undersigned states that she has read a true copy of the original documents, she has compared the copies with the originals and has found the copies to be complete and identical in all respects to the original documents.


This affidavit is made pursuant to the procedures in Section 1177.3(b)(3) relative to the recordation of documents with the Interstate Commerce Commission.

AFFIANT:


Jo A. DeRoche

I, DEWI SOEMANTORO, a notary public in and for the District of Columbia, do hereby certify that the foregoing affidavit was acknowledged before me this 13 day of OCTOBER, 1994 by JO A. DEROCHE, attorney-at-law.

Given under my hand and seal this 13 day of OCTOBER, 1994.


Notary Public
Dewi Soemantoro
Notary Public, District of Columbia
My Commission Expires May 14, 1996

OCT 14 1994 - 10 35 AM

INTERSTATE COMMERCE COMMISSION

RELEASE OF RAILCAR LIEN

KNOW ALL MEN THESE PRESENTS THAT:

WHEREAS, William H. Spencer, III, 3035 Cherokee Road, Mountain Brook, Alabama 35223 ("WHS"), has heretofore executed and delivered its Security Agreement dated as of December 24, 1980 (the "Security Agreement") to KEY BANK, N.A., a national banking association (the "Bank"), and

WHEREAS, the Security Agreement was duly recorded and filed with the Interstate Commerce Commission pursuant to 49 U.S.C. ss11303 on December 24, 1980, under Recordation Number 12660; and as extended by modification dated March 15, 1989, and filed on March 23, 1989 under Recordation Number 12660-A.

WHEREAS, WHS has requested the Bank to release its lien in the property of WHS which was created under the Security Agreement and has complied with all conditions of the Security Agreement precedent to such release.

NOW THEREFORE, the Bank, for and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration receipt whereof is hereby acknowledged, and pursuant to the authority vested by the Security Agreement in the Bank, does hereby RELEASE, REMISE, CONVEY and QUIT CLAIM unto WHS, its successors and assigns, all of the right, title, lien, interest, claim or demand whatsoever which the Bank has or may have acquired under, through or by virtue of the Security Agreement, including, but not limited to, all of its right, title, lien and interest in and to the property described in Appendix A hereto.

IN WITNESS WHEREOF, the Bank has caused this instrument to be duly executed and delivered by its duly authorized officer as of the 5th day of October, 1994.

KEY BANK, N.A.

BY: Kenneth M. GivneyTITLE: Senior Vice President

STATE OF NEW YORK)
COUNTY OF Albany) SS:

On this 11th day of October, 1994, before me personally came Kenneth P. McGivney, to me personally known, who being by me duly sworn, says that he is the Senior Vice President of Key Bank, N.A., that said instrument was signed on behalf of said corporation by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


Notary Public

(SEAL)

My Commission Expires: 4-30-95

HERSCHEL GORNBEIN
Notary Public, State of New York
Qualified in Albany County
Reg. No. 4697432
Commission Expires April 30, 1995